

**BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA
DOCKET NO. 2003-326-C**

IN RE:

Analysis of Continued Availability of
Unbundled Local Switching for Mass Market
Customers Pursuant to the Federal
Communication Commission's Triennial
Review Order

**NUVOX COMMUNICATIONS, INC.'S OBJECTIONS TO BELL SOUTH'S
FIRST SET OF INTERROGATORIES (Nos. 1-111) AND BELL SOUTH'S FIRST
REQUEST FOR PRODUCTION OF DOCUMENTS (1-21)**

NuVox Communications, Inc. ("NuVox"), pursuant to the South Carolina Rules of Civil Procedure and the South Carolina Public Service Commission's Rules of Practice and Procedure (S.C. Code of Regulations R. 103-800, *et seq.*), objects generally and specifically to BellSouth Telecommunications, Inc.'s ("BellSouth") First Set of Interrogatories ("BellSouth's Interrogatories") to NuVox, served on November 17, 2003 as described below.

NuVox's objections are preliminary in nature. NuVox reserves the right to amend, supplement, or revise these objections, and assert additional objections, should NuVox discover additional grounds for objecting as NuVox prepares its responses to any discovery or at any time prior to hearing.

General Objections to BellSouth's Interrogatories

1. NuVox objects to BellSouth's Interrogatories to NuVox to the extent that the interrogatories are overly broad, lack specificity, unduly burdensome, irrelevant and not likely

to lead to the discovery of admissible evidence pursuant to the South Carolina Rules of Civil Procedure.

2. NuVox objects to BellSouth's Interrogatories to NuVox to the extent that the interrogatories seek discovery of information protected by attorney-client privilege, the work product doctrine, the accountant-client privilege, or any other applicable privilege.

3. NuVox objects to BellSouth's Interrogatories to NuVox to the extent that the interrogatories purport to impose discovery obligations on NuVox beyond the scope of what is permitted under the applicable South Carolina Rules of Civil Procedure.

4. NuVox objects to BellSouth's Interrogatories to NuVox to the extent that the interrogatories purport to seek discovery of matters other than those subject to the jurisdiction of the Commission pursuant to the Federal Communications Commission's ("FCC") Triennial Review Order ("TRO") or Title 58 of the South Carolina Code of Laws.

5. NuVox objects to all Interrogatories that require the disclosure of information which already is in the public domain, which is already in the possession of BellSouth or is readily obtainable by BellSouth, and information that is otherwise on record with the Commission or the FCC.

6. NuVox objects to BellSouth's Interrogatories to NuVox to the extent that the interrogatories seek information and discovery of facts known and opinions held by experts acquired and/or developed in anticipation of litigation or for hearing and outside the scope of discoverable information pursuant to South Carolina Rules of Civil Procedure.

7. Pursuant to the Proposed Initial Procedural Order submitted by BellSouth and CompSouth (the "*Proposed Procedural Order*"), the TRO and the South Carolina Rules of

Civil Procedure, to the extent that BellSouth's interrogatories request specific financial, business or proprietary information regarding NuVox's economic business model, NuVox objects to providing or producing any such information on the grounds that those requests presume that the market entry analysis is contingent upon NuVox's economic business model instead of the hypothetical business model contemplated by the TRO.

8. NuVox objects to BellSouth's definitions of "hot cut," "batch hot cut," "individual hot cut," "coordinated cut over" and "coordinated time-specific cut over" and each and every interrogatory that includes such terms, as such definitions are vague and not adequately defined in that it is not clear whether or to what extent BellSouth's practices are consistent with the FCC's use of such terms. The reference in BellSouth's definition of "hot cut" to the "entire process" is vague in that it is not clear whether this includes number portability or whether it is limited to the physical process of transferring a customer. The term "batch" is vague in that it is unclear how many lines or customers constitute a "batch" or whether conversion of a single customer with several accounts would constitute a "batch." BellSouth's use of the term "individual hot cut" is vague in that it is defined with reference to "batch hot cuts," which is itself vague and ambiguous. BellSouth's definitions of "coordinated cut over" and "coordinated time-specific cut over" are vague and ambiguous. The distinctions among BellSouth's definitions for "hot cuts," "individual hot cuts," "coordinated cut overs" and coordinated time-specific cut overs" are unclear. Thus, such discovery is over broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox further objects to BellSouth's use of such terms as they apply to BellSouth's individual hot cut process as NuVox is not privy to each and every process or

procedure employed by BellSouth in implementing such hot cuts.

9. NuVox objects to BellSouth's definition of "business case" as vague and overly broad.

10. NuVox objects to BellSouth's definition of "voice grade equivalent lines" as vague and ambiguous and subject to differing interpretations. For instance, it is unclear whether this term as defined includes lines capable of carrying voice traffic but which are, in fact, used for data traffic.

11. NuVox objects to the definitions for "qualifying service" and "non-qualifying service," and each and every interrogatory or request for production that includes such terms, as NuVox does not use such terms in the ordinary course of business and answering in these terms would require NuVox to provide a legal interpretation of the FCC's terms. With the exception of the specific services the FCC has designated as qualifying or non-qualifying, the term is not clearly defined by the FCC or by BellSouth. For example, as the FCC stated in footnote 466 of the TRO, "Our list is intended to identify general categories of services that would qualify as eligible services. It is not intended to be an exhaustive list or to identify services in a more particular manner." Thus, such discovery is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery.

12. NuVox objects to BellSouth's Interrogatories to the extent they seek information related to special access circuits purchased out of BellSouth's interstate tariff rather than to unbundled network elements.

Specific Objections to BellSouth's First Set of Interrogatives

1. NuVox objects to this interrogatory on the grounds that it would require

NuVox to provide switch location information that is already in BellSouth's possession.

Other information requested by BellSouth pursuant to this interrogatory is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. For example, NuVox is not a wholesale switching provider. NuVox objects to this interrogatory because the term "qualifying service," is undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox also objects to this interrogatory to the extent such the information BellSouth seeks is publicly available. Subject to and without waiving this objection, NuVox will identify each switch it is using to provide service in South Carolina.

2. NuVox objects to this interrogatory on the grounds that it would require NuVox to provide information regarding "CLLI" codes and switch location information that is publicly available and already in BellSouth's possession. Other information requested by BellSouth pursuant to this interrogatory is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. For example, NuVox is not a wholesale switching provider. The rates, terms and conditions of its retail switching service are beyond the scope of this proceeding. Also, rates for such services and conditions are confidential and proprietary to NuVox. Additionally, these interrogatories request information regarding "voice grade equivalent lines" a term that is vague and ambiguous and subject to dispute as explained in General Objection 10 above. Finally, certain information sought in these interrogatories regarding the make and model of switching equipment is subject to confidentiality and non-disclosure agreements between NuVox and third parties, including

equipment manufacturers.

3. & 4. NuVox objects to these interrogatories on the grounds that the interrogatories would require NuVox to provide switch location information that is already in BellSouth's possession. Other information requested by BellSouth pursuant to these interrogatories is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. For example, NuVox is not a wholesale switching provider. NuVox objects to these interrogatories because the term "qualifying service," is undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. Subject to and without waiving this objection, NuVox will identify each switch it is using to provide service in South Carolina

5. & 8. NuVox objects to these interrogatories on the grounds that they would require NuVox to provide information that is already in BellSouth's possession. Certain information requested by BellSouth is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. NuVox objects to these interrogatories because the term "qualifying service," because it is undefined, as more fully explained in General Objection 11 above. Therefore, these interrogatories are overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. Subject to and without waiving these objections, NuVox will provide a response based on the areas served by its switches.

6. & 9. NuVox objects to these interrogatories on the grounds that they would require NuVox to provide information that is already in BellSouth's possession. Additionally, certain information requested by BellSouth is irrelevant and not reasonably calculated to lead to the

discovery of admissible evidence. NuVox objects to these interrogatories on the grounds that BellSouth's definition of "voice grade equivalent lines" is vague and ambiguous as explained more fully in General Objection 10 above. NuVox objects to BellSouth's Interrogatories to the extent they seek information related to special access circuits purchase out of BellSouth's interstate tariff rather than to unbundled network elements. Subject to and without waiving these objections, NuVox will provide the total number of voice-grade equivalent lines, as NuVox defines the term, NuVox is providing to end-user customers in the areas served by its each switch identified in response to interrogatory 1.

7., 10. & 13. NuVox objects to these interrogatories on the grounds that BellSouth's definition of "voice grade equivalent lines" is vague and ambiguous as explained more fully in General Objection 10 above. Additionally, BellSouth asks NuVox to break down the total voice-grade equivalent lines identified by ILEC wire center in a prior response on the basis of "end user and end user location." NuVox objects to these interrogatories on the grounds they are vague and ambiguous. The meaning of "customer location" is unclear in context. NuVox requests clarification of the item. Further, in the event BellSouth intends to require NuVox to provide the information for each customer's address, NuVox objects to these interrogatories on the basis that they are irrelevant, onerous, unduly burdensome, and ask for confidential, proprietary information that BellSouth does not require for its legitimate discovery purposes and to which it is not entitled. NuVox also objects to providing this information to the extent it already in BellSouth's possession. NuVox also objects to the information sought to the extent it relates to special access circuits purchased out of BellSouth's interstate tariff rather than to unbundled network elements. The information sought includes business and/or or

commercial information and production of this information would lead to disclosure of information regarding NuVox's confidential, internal operations which could seriously damage its business. Additionally, NuVox objects to these interrogatories to the extent they seek or may be deemed to seek or require the production or disclosure of information subject to the attorney/client or other privileges, the work product doctrine, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege. Subject to and without waiving these objections, NuVox will provide the total number of voice-grade equivalent lines, as it defines the term, NuVox is providing to end user customers in the wire center areas from the switches identified in response to interrogatory 1.

8. NuVox objects to this interrogatory because the term “qualifying service,” is undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox also objects to providing such information to the extent it is publicly available in the LERG. Subject to and without waiving these objections, NuVox will provide information on the areas served by its switches. NuVox objects to BellSouth’s Interrogatories to the extent they seek information related to special access circuits purchased out of BellSouth’s interstate tariff rather than to unbundled network elements.

11. NuVox objects to this interrogatory because the term “qualifying service,” is undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad, and it would be unduly burdensome for NuVox to respond to such ambiguous discovery.

12. NuVox objects to this interrogatory on the grounds that BellSouth’s definition

of “voice grade equivalent lines” is vague and ambiguous as more fully explained in General Objection 10 above. NuVox objects to BellSouth’s Interrogatories to the extent they seek information related to special access circuits purchase out of BellSouth’s interstate tariff rather than to unbundled network elements.

14(a)-(c). NuVox objects to these interrogatories on the grounds that these interrogatories would require NuVox to provide information regarding “CLLI” codes and switch location information that is already in BellSouth’s possession. Subject to and without waving this objection, NuVox will identify any switches from which it offers or provides capacity to other carriers.

14(d) & (e). NuVox objects to these interrogatories on the grounds that BellSouth’s definition of “voice grade equivalent lines” is vague and ambiguous as more fully explained in General Objection 10 above.

14(f) NuVox objects to this interrogatory on the grounds that certain information requested by BellSouth regarding the “rates, terms and conditions of NuVox’s switching” capability is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. Additionally, this interrogatory requests information regarding “voice grade equivalent lines,” BellSouth’s definition of which is vague and ambiguous as more fully explained in General Objection 10 above. Moreover, NuVox objects on the grounds that the information sought contains confidential, proprietary business or commercial information and production of this information would lead to disclosure of information regarding NuVox’s confidential, internal operations that could seriously damage its business. NuVox objects to the request to the extent it seeks or may be deemed to seek or require the production or

disclosure of information or documents subject to the attorney/client or other privileges, the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives.

15. NuVox objects to this interrogatory to the extent that it is not reasonably calculated to lead to the discovery of admissible evidence. To the extent that this interrogatory requests specific financial, business or proprietary information regarding NuVox's economic business model, NuVox objects to providing or producing any such information on the grounds that those requests presume that the market entry analysis is contingent upon NuVox's economic business model instead of the hypothetical business model contemplated by the TRO. The TRO explicitly contemplates that in considering whether a competing carrier economically can compete in a given market without access to a particular unbundled network element, the Commission must consider the likely revenues and costs associated with the given market based on the *most efficient business model* for entry rather than to a *particular carrier's business model*. TRO at ¶ 326. In particular, the FCC stated:

In considering whether a competing carrier could economically serve the market without access to the incumbent's switch, the state commission must also consider the likely revenues and costs associated with local exchange mass market service . . . The analysis must be based on the *most efficient business model* for entry rather than to any *particular carrier's business model*.

Id. [Emphasis Added]. Additionally, with respect to economic entry, in ¶ 517, the FCC stated that “. . . [t]he analysis must be based on the most efficient business model for entry rather than to any particular carrier's business model.” Furthermore, in Footnote 1579 of Paragraph 517, the FCC clarified that “. . . [s]tate commissions should not focus on whether competitors

operate under a cost disadvantage. State commissions should determine if entry is economic by conducting a business case analysis for an *efficient entry*.” [emphasis added].

In addition to these statements, the FCC also made numerous other references to the operations and business plans of an efficient competitor, specifically rejecting a review of a particular carrier’s business plans or related financial information. See, ¶ 84, Footnote 275 (“Once the UNE market is properly defined, impairment should be tested by asking whether *a reasonable efficient CLEC* retains the ability to compete even without access to the UNE.”) (citing BellSouth Reply, Attach 2, Declaration of Howard A. Shelanski at ¶2(emphasis added)). See also, TRO at ¶115; ¶469; ¶485, Footnote 1509; ¶517, Footnote 1579; ¶519, Footnote 1585; ¶520, Footnotes 1588 and 1589; ¶581, and Footnote 1788.

Accordingly, the FCC’s *TRO* specifically contemplates the consideration of financial and related information of an *efficient “model” competitor* and not that of NuVox or any other *particular competitor*. As a result, discovery of NuVox financial information or business plans will not lead to the discovery of admissible evidence in this proceeding. NuVox also objects on the grounds that the interrogatory seeks the disclosure of commercially sensitive, confidential and proprietary business information. NuVox also objects because as defined within the interrogatories the term “business case” is overbroad. NuVox also objects because, particularly in view of the fact the information is irrelevant, requiring NuVox to disclose its internal analyses would be oppressive and unduly burdensome. Additionally, NuVox objects to this interrogatory to the extent it seeks or may be deemed to seek or require the production or disclosure of information subject to the attorney/client or other privileges, the work product doctrine, the accountant/client privilege, any confidentiality or non-

disclosure agreement or any other applicable privilege.

16. & 17. NuVox objects to these interrogatories on the grounds that they will not lead to the discovery of admissible evidence. For the reasons explained in NuVox's objection to interrogatory 15 above, the business plans, marketing analyses and revenue projections of its retail switching service are beyond the scope of this proceeding.

NuVox also objects on the grounds these interrogatories are overbroad, oppressive, and unduly burdensome. NuVox objects to these interrogatories on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business. NuVox objects to these requests to the extent they seek or may be deemed to seek or require the production or disclosure of information or documents subject to the attorney/client, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives. NuVox objects to these interrogatories on the grounds that the requests to identify "every" document is unduly burdensome and oppressive.

18(a) & (b). NuVox objects to these interrogatories to the extent the information sought is publicly available in the LERG.

18(c). NuVox objects to this interrogatory on the grounds that it is not reasonably calculated to lead to the discovery of admissible evidence. This interrogatory seeks information about NuVox' network configuration which is beyond the scope of this

proceeding.

18(d) & (e). NuVox objects to these interrogatories on the grounds that BellSouth's definition of "voice grade equivalent" interrogatories are overly broad as more fully explained in General Objection 10 above and it would be unduly burdensome for NuVox to respond to such ambiguous discovery.

18(f). NuVox objects to this interrogatory on the grounds that it is not reasonably calculated to lead to the discovery of admissible evidence. The manner in which NuVox manages its switching services is beyond the scope of this proceeding. NuVox objects to this interrogatory because the term "qualifying service," because it is undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox objects to this interrogatory on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business.

19. & 20. NuVox objects to these interrogatories because the term "qualifying service," because it is undefined, as more fully explained in General Objection 11 above. Therefore, these interrogatories are overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. Subject to, and without waiving this objection, NuVox will make reasonable efforts to respond with certain information regarding its facilities-based customers.

21. NuVox objects to this interrogatory on the grounds that it seeks information

regarding “qualifying services” as this term is vague and undefined as more fully explained in General Objection 11 above. NuVox also objects to this interrogatory on the grounds that it is irrelevant. NuVox is not a wholesale switching provider. The rates of its retail switching service are beyond the scope of this proceeding.

22. & 23. NuVox objects to these interrogatories because the term “non-qualifying service,” is undefined, as more fully explained in General Objection 11 above. Therefore, these interrogatories are overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery.

24. NuVox objects to this interrogatory because the term “non-qualifying service,” is undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox also objects on the grounds that the rates for its services are confidential and proprietary.

25. NuVox objects to this interrogatory because the term “qualifying service,” is undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. Subject to and without waiving this objection, NuVox will provide certain information on the number of end user customers it has in South Carolina.

26. NuVox objects to this interrogatory because the term “qualifying service,” is undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox also objects to this interrogatory because it is irrelevant

and is not reasonable calculated to lead to the discovery of admissible evidence for the reasons explained in NuVox's objection to interrogatory 15. NuVox also objects on the grounds that the interrogatory asks for information that is irrelevant to the impairment analysis prescribed in the TRO and not reasonably calculated to lead to the discovery of admissible evidence. NuVox also objects to this interrogatory on the grounds it seeks confidential and proprietary business information. Further, NuVox interprets this interrogatory to request aggregate information. If BellSouth intended to request average monthly revenues for each individual end use customer, then NuVox objects on the grounds that the interrogatory is unduly burdensome and oppressive.

27. - 29. NuVox objects to these interrogatories because the terms "qualifying services" and "non-qualifying service," are undefined, as more fully explained in General Objection 11 above. NuVox objects to BellSouth's Interrogatories to the extent they seek information related to special access circuits purchased out of BellSouth's interstate tariff rather than to unbundled network elements. Subject to, and without waiving these objections, NuVox will make reasonable efforts to provide certain information regarding its "non-qualifying services" and "qualifying services" that is not otherwise confidential, proprietary business or commercial information and production of its information would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business.

30. NuVox objects to this interrogatory because the terms "qualifying service" and "non-qualifying service," are undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for

NuVox to respond to such ambiguous discovery. NuVox objects to BellSouth's Interrogatories to the extent they seek information related to special access circuits purchase out of BellSouth's interstate tariff rather than to unbundled network elements. Subject to, and without waiving such objections, NuVox will provide the total number of end user customers in South Carolina.

31. - 37. NuVox objects to these interrogatories on the grounds that these interrogatories seek information that is unrelated to and inconsistent with the impairment analysis prescribed in the TRO, is therefore irrelevant to the issues in the case and the analysis to be conducted by the Commission, and is not reasonably designed to lead to the discovery of admissible evidence as more fully explained in the objection to interrogatory 15 above. NuVox objects to the requests to the extent they seek or may be deemed to seek or require the production or disclosure of information or documents subject to the attorney/client, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives. NuVox also objects on the grounds these interrogatories seek the disclosure of commercially sensitive, confidential and proprietary business information. NuVox also objects to the requests for information on a monthly basis since January 2000 as onerous, oppressive, unduly burdensome and beyond any legitimate discovery need. NuVox objects to these interrogatories because the terms "qualifying service" and "non-qualifying service," are undefined, as more fully explained in General Objection 11 above. Therefore, these interrogatories are overly broad and it would be unduly burdensome for NuVox to respond to

such ambiguous discovery.

38. NuVox objects to this interrogatory on the grounds that the information sought is confidential and proprietary, competitive information, the disclosure of which is not likely to lead to the discovery of admissible evidence for the reasons more fully explained in the specific objection to interrogatory 15.

39. NuVox objects to this interrogatory on the grounds that it is irrelevant. NuVox's marketing operations are beyond the scope of this proceeding. NuVox objects to this interrogatory because the terms "qualifying service" and "non-qualifying service," are undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox also objects on the grounds that this interrogatory seeks information which is confidential and proprietary

40. - 42. NuVox objects to these interrogatories on the grounds that they are inconsistent with the analysis prescribed in the TRO, are unrelated to the analysis the Commission is to make, irrelevant to the issues in the docket and not reasonably calculated to lead to the discovery of admissible evidence. NuVox objects to BellSouth's Interrogatories to the extent they seek information related to special access circuits purchase out of BellSouth's interstate tariff rather than to unbundled network elements. NuVox also objects on the basis that these interrogatories seek the disclosure of confidential and proprietary business information. NuVox objects to these requests to the extent they seek or may be deemed to seek or require the production or disclosure of information or documents subject to the attorney/client, the accountant/client privilege, any confidentiality or non-disclosure

agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives. NuVox also objects on the grounds these interrogatories as framed are overbroad and unduly burdensome. NuVox objects to these interrogatories on the grounds that they are irrelevant. NuVox's decision making about what type of transmission system with which it should serve a customer is beyond the scope of this proceeding.

43. NuVox objects to this interrogatory on the grounds that the information sought is irrelevant. NuVox's capital cost analyses are beyond the scope of this proceeding. Also, such information is confidential and proprietary to NuVox. NuVox also objects to this interrogatory because it will not lead to the discovery of admissible evidence for the reasons explained in NuVox's objection to interrogatory 15.

44. NuVox objects to this interrogatory on the grounds that it is irrelevant. The individual components of NuVox's capital cost are beyond the scope of this proceeding. Also, such information is confidential and proprietary to NuVox. NuVox also objects to this interrogatory because it will not lead to the discovery of admissible evidence for the reasons explained in NuVox's objection to interrogatory 15.

45.-49. NuVox objects to these interrogatories on the grounds that they are not reasonably calculated to lead to the discovery of admissible evidence as more fully explained in NuVox's objection to interrogatory 15 above. In addition, the period of time over which NuVox may evaluate a product offering is beyond the scope of this proceeding as are NuVox's definitions of the terms "sales expenses," and "general and administrative expenses" and its estimate of those expenses.

50. & 51. NuVox objects to these interrogatories on the grounds that BellSouth's definition of "hot cut," is vague as explained in General Objection 8 above. Therefore, these interrogatories are overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox also objects to these interrogatories on the grounds that providing this information since January 2000 is onerous, oppressive, unduly burdensome and beyond any legitimate discovery need. NuVox also objects to these interrogatories to the extent the information sought is already in BellSouth's possession or is publicly available to BellSouth. NuVox objects to BellSouth's Interrogatories to the extent they seek information related to special access circuits purchase out of BellSouth's interstate tariff rather than to unbundled network elements. Subject to and without waiving these objections, NuVox will provide information regarding hot cuts as it understands the terms and for the last 12 months to the extent that this information is not already in BellSouth's possession.

52.-67. & 70.-78. NuVox objects to these interrogatories on the grounds that BellSouth's definition of the terms "hot cut," "individual hot cut process," "batch hot cut," "batch hot cut process," and "non-coordinated hot cut" are vague as explained in General Objection 8 above. Therefore, these interrogatories are overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox objects to BellSouth's Interrogatories to the extent they seek information related to special access circuits purchase out of BellSouth's interstate tariff rather than to unbundled network elements. Subject to and without waiving these objections, NuVox will provide information based on its understanding of the terms used.

68. NuVox objects to this interrogatory because the definition of "CFA database"

is not defined. Therefore, his interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox requests clarification of the term “CFA database,” and subject to this clarification, NuVox will provide a response.

69. NuVox objects to this interrogatory on the grounds that BellSouth’s definition of “hot cut,” is vague as explained in General Objection 8 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox also objects to this interrogatory on the grounds that it is already in BellSouth’s possession or is publicly available at the South Carolina Public Service Commission. NuVox also objects to this interrogatory on the grounds that the time frame is overly broad.

74. NuVox objects to this interrogatory on the grounds that BellSouth’s definition of “hot cut,” is vague as explained in General Objection 8 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. NuVox also objects to this interrogatory on the grounds that it is already in BellSouth’s possession or is publicly available at the South Carolina Public Service Commission. NuVox also objects to this interrogatory on the grounds that the time frame is overly broad.

84. NuVox objects to this interrogatory on the grounds that it will not lead to the discovery of admissible evidence. For the reasons explained in NuVox’s objection to interrogatory 15 above, the business plans of NuVox, including certain information requested pursuant to this interrogatory is far beyond the scope of this proceeding. NuVox also objects

to this interrogatory because it seeks information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by BellSouth through this proceeding is not in good faith. NuVox also objects on the grounds this interrogatory is overbroad, oppressive, and unduly burdensome. NuVox objects to this interrogatory on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business.

85. NuVox objects to these interrogatories because the term “qualifying service,” is undefined, as more fully explained in General Objection 11 above. Therefore, this interrogatory is overly broad and it would be unduly burdensome for NuVox to respond to such ambiguous discovery. Additionally, BellSouth asks NuVox to provide average monthly revenues, broken down by qualifying and non-qualifying services, local, long distance and any other services that NuVox receives from each such end user customer. NuVox objects to this interrogatory on the basis that it is irrelevant, onerous, unduly burdensome, and ask for confidential, proprietary information that BellSouth does not require for its legitimate discovery purposes and to which it is not entitled. NuVox also objects to providing this information to the extent it already in BellSouth’s possession. The information sought includes business and/or or commercial information and production of this information would lead to disclosure of information regarding NuVox's confidential, internal operations which could seriously damage its business. Additionally, NuVox objects to these interrogatories to the extent they seek or may be deemed to seek or require the production or disclosure of

information subject to the attorney/client or other privileges, the work product doctrine, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege. Additionally, for the reasons explained in NuVox's objection to interrogatory 15 above, the business plans of NuVox, including certain information requested pursuant to this interrogatory is far beyond the scope of this proceeding. NuVox also objects to this interrogatory because it seeks information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by BellSouth through this proceeding is not in good faith.

86. NuVox objects to this interrogatory because the term "qualifying service," is undefined, as more fully explained in General Objection 11 above. NuVox objects to this interrogatory on the basis that it is irrelevant, onerous, unduly burdensome, and ask for confidential, proprietary information that BellSouth does not require for its legitimate discovery purposes and to which it is not entitled. The information sought includes business and/or or commercial information and production of this information would lead to disclosure of information regarding NuVox's confidential, internal operations which could seriously damage its business. Additionally, for the reasons explained in NuVox's objection to interrogatory 15 above, the business plans of NuVox, including certain information requested pursuant to this interrogatory is far beyond the scope of this proceeding. NuVox also objects to this interrogatory because it seeks information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by BellSouth through this proceeding is not in good faith. In addition, NuVox's definitions of the terms "sales expenses," and "general and administrative expenses" and its estimate of

those expenses are beyond the scope of this proceeding.

87. & 88. NuVox objects on the grounds that these interrogatories as overbroad, oppressive, and unduly burdensome as they request information regarding NuVox's revenues, income and "profitability" by market from 1996. NuVox objects to these interrogatories on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business. NuVox objects to these requests to the extent they seek or may be deemed to seek or require the production or disclosure of information or documents subject to the attorney/client, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives.

89-93. NuVox objects to these interrogatories on the basis that they are irrelevant, onerous, unduly burdensome, and ask for confidential, proprietary information that BellSouth does not require for its legitimate discovery purposes and to which it is not entitled. The information sought includes business and/or commercial information and production of this information would lead to disclosure of information regarding NuVox's confidential, internal operations which could seriously damage its business. Additionally, NuVox objects to these interrogatories to the extent they seek or may be deemed to seek or require the production or disclosure of information subject to the attorney/client or other privileges, the work product doctrine, the accountant/client privilege, any confidentiality or non-disclosure agreement or

any other applicable privilege. Additionally, for the reasons explained in NuVox's objection to interrogatory 15 above, the business plans and results of NuVox, including certain information requested pursuant to these interrogatories is far beyond the scope of this proceeding. NuVox also objects to this interrogatory because it seeks information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by BellSouth through this proceeding is not in good faith.

94 – 97. NuVox objects to these interrogatories on the grounds that they will not lead to the discovery of admissible evidence. For the reasons explained in NuVox's objection to interrogatory 15 above, the business plans, marketing analyses and revenue projections of its retail switching service are beyond the scope of this proceeding. NuVox also objects on the grounds these interrogatories are overbroad, oppressive, and unduly burdensome. NuVox objects to these interrogatories on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business. NuVox objects to these requests to the extent they seek or may be deemed to seek or require the production or disclosure of information or documents subject to the attorney/client, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives. NuVox also objects to this interrogatory because it seeks information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by

BellSouth through this proceeding is not in good faith.

98. NuVox objects to this interrogatory on the grounds that it will not lead to the discovery of admissible evidence. For the reasons explained in NuVox's objection to interrogatory 15 above, the business plans, marketing analyses and revenue projections and other business reports are beyond the scope of this proceeding. NuVox also objects on the grounds that this interrogatory is overbroad, oppressive, and unduly burdensome. NuVox objects to this interrogatory on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business. NuVox objects to this request to the extent that it seeks or may be deemed to seek or require the production or disclosure of information or documents subject to the attorney/client, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives. NuVox also objects to this interrogatory because it seeks information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by BellSouth through this proceeding is not in good faith.

99. NuVox objects to this interrogatory on the grounds it they will not lead to the discovery of admissible evidence. For the reasons explained in NuVox's objection to interrogatory 15 above, the business plans, marketing analyses and revenue projections and other business reports are beyond the scope of this proceeding. NuVox also objects on the

grounds that this interrogatory is overbroad, oppressive, and unduly burdensome in that it seeks information dating back to 1996. NuVox objects to this interrogatory on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business. NuVox objects to this request to the extent that it seeks or may be deemed to seek or require the production or disclosure of information or documents subject to the attorney/client, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives. NuVox also objects to this interrogatory because it seeks information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by BellSouth through this proceeding is not in good faith.

100., 103. & 104. NuVox objects to these interrogatories on the grounds that they will not lead to the discovery of admissible evidence. Further, in the event BellSouth intends to require NuVox to provide the information for revenue and/or discounts and/or costs or any other matters related to long distance services provided by NuVox to end users, NuVox objects to this interrogatory on the basis that they are irrelevant, onerous, unduly burdensome, and ask for confidential, proprietary information that BellSouth does not require for its legitimate discovery purposes and to which it is not entitled. NuVox objects to these interrogatories on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to

disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business. NuVox objects to these requests to the extent that they seek or may be deemed to seek or require the production or disclosure of information or documents subject to the attorney/client, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives. NuVox also objects to these interrogatories because they seek information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by BellSouth through this proceeding is not in good faith.

101. & 102. NuVox objects to these interrogatories on the grounds that they will not lead to the discovery of admissible evidence. Further, in the event BellSouth intends to require NuVox to provide the information regarding its bundled service offerings and any revenues and/or discounts and/or other issues related to bundled service offerings of NuVox, NuVox objects to these interrogatories on the basis that they are irrelevant, onerous, unduly burdensome, and ask for confidential, proprietary information that BellSouth does not require for its legitimate discovery purposes and to which it is not entitled. NuVox objects to these interrogatories on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business. NuVox objects to these requests to the extent that they seek or may be deemed to seek or require the production or disclosure of information or documents

subject to the attorney/client, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives. NuVox also objects to these interrogatories because they seek information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by BellSouth through this proceeding is not in good faith.

106., 107., 108 & 109. NuVox objects to these interrogatories on the grounds that they will not lead to the discovery of admissible evidence. Further, in the event BellSouth intends to require NuVox to provide the information regarding equipment and/or transport utilized by NuVox or prices for other services purchased by NuVox in its effort to provide services to end users, NuVox objects to these interrogatories on the basis that they are irrelevant, onerous, unduly burdensome, and ask for confidential, proprietary information that BellSouth does not require for its legitimate discovery purposes and to which it is not entitled. NuVox objects to these interrogatories on the grounds that the information sought contains confidential, proprietary business or commercial information and production of these documents would lead to disclosure of information regarding NuVox's confidential, internal operations that could seriously damage its business. Furthermore, certain information sought in these interrogatories regarding equipment is subject to confidentiality and non-disclosure agreements between NuVox and third parties, including equipment manufacturers. NuVox also objects to these requests to the extent that they seek or may be deemed to seek or require the production or disclosure of information or documents subject to the attorney/client

privilege, the accountant/client privilege, any confidentiality or non-disclosure agreement or any other applicable privilege, including the work product doctrine or the protection afforded mental impressions, conclusions, opinions or legal theories of NuVox's attorneys or its representatives. NuVox also objects to these interrogatories because they seek information and/or documents that have absolutely nothing to do with the purpose of this proceeding and any attempt to glean such information by BellSouth through this proceeding is not in good faith.

110. NuVox objects to this interrogatory on the basis that it calls for a legal conclusion and is therefore an improper subject for discovery under the South Carolina Rules of Civil Procedure. Further, NuVox objects to this interrogatory on the basis that it is vague, imprecise, and utilizes terms that by their very nature are subject to multiple interpretations but are not properly defined or explained.

111. NuVox objects to this interrogatory on the basis that it would require NuVox to provide information that BellSouth already has in its possession or that is readily available to BellSouth.

General Objections To BellSouth's First Request For The Production Of Documents

NuVox incorporates by reference all of the General Objections to BellSouth's First Set of Interrogatories set out above.

Specific Objections

1. NuVox objects to the production of documents regarding any interrogatory to which NuVox has objected.

2. NuVox restates and incorporates by reference its General Objection 9 above and its objection to interrogatory 15 above.

3., 5. & 6. NuVox restates and incorporates by reference its objections to interrogatories 26, 29 & 31 above.

4. NuVox restates and incorporates by reference its objections to interrogatory 27 above.

7. NuVox restates and incorporates by reference its objections to interrogatory 32 above.

8.-10. NuVox restates and incorporates by reference its objections to interrogatories 31-35 above.

11. NuVox restates and incorporates by reference its objections to interrogatory 40 above.

12. NuVox restates and incorporates by reference its objections to interrogatory 41 above.

13. NuVox restates and incorporates by reference its objections to interrogatory 43 above.

14. NuVox restates and incorporates by reference its objections to interrogatory 45 above.

15. NuVox restates and incorporates by reference its objections to interrogatory 46 above.

16. NuVox restates and incorporates by reference its objections to interrogatory 49 above.

17. NuVox restates and incorporates by reference its objections to interrogatory 50 above.

18. NuVox restates and incorporates by reference its objections to interrogatory 52 above.

19. NuVox restates and incorporates by reference its objections to interrogatory 53 above.

20. NuVox restates and incorporates by reference its objections to interrogatory 59 above.

21. NuVox restates and incorporates by reference its objections to interrogatory 61 above.

This the 1st day of December, 2003.

By: _____

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